

IN WITNESS WHEREOF, the parties have executed this agreement effective the day and year above written.

BUYER

_____, a Nebraska L.L.P.

_____, partner

_____, partner

SELLER

_____, a Nebraska Corporation

By:

President

STATE OF NEBRASKA)

) SS:

COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 1996, by _____, partner of _____ L.P.

Notary Public